

RECORDATION NO. 26493-1 FILED

NOV 30 '07 -1 51 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
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OF COUNSEL  
URBAN A. LESTER

November 30, 2007

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Termination of Full Service Railcar Lease, dated as of November 29, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Full-Service Railcar Lease previously filed with the Board under Recordation Number 26493.

The name and address of the party to the enclosed document are:

Lessor: Babcock & Brown Rail Funding LLC  
1 Dag Hammarskjold Plaza  
885 Second Avenue, 49<sup>th</sup> Floor  
New York, New York 10017

[Lessee: Seminole Electric Cooperative, Inc.  
16313 North Dale Maury Highway  
Tampa, FL 33688-2000.]

Mr. Vernon A. Williams  
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A description of the railroad equipment covered by the enclosed document is:

110 railcars: BNBX 120000 - BNBX 120109.

A short summary of the document to appear in the index is:

Notice of Termination of Full Service Railcar Lease.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem  
Enclosures

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**NOTICE OF TERMINATION OF FULL SERVICE RAILCAR LEASE**

SURFACE TRANSPORTATION BOARD

The undersigned, BABCOCK & BROWN RAIL FUNDING LLC, Lessor, publishes this notice that the Memorandum of Full Service Railcar Lease, dated as of June 22, 2006, (the "Lease"), between Lessor and SEMINOLE ELECTRIC COOPERATIVE, INC., Lessee, has been terminated.

The Lease was originally filed with the Surface Transportation Board on August 7, 2006 under Recordation Number 26493. The lease shall be considered terminated of record as to all 110 railcars subject thereto.

IN WITNESS WHEREOF, BABCOCK & BROWN RAIL FUNDING LLC has caused this instrument to be executed by its officer thereunto duly authorized this 29th day of November, 2007.

BABCOCK & BROWN RAIL  
FUNDING LLC, Lessor

By: 

Name: ROSS SULLIVAN

Title: VICE PRESIDENT

STATE OF New York )  
COUNTY OF New York )

ss.

On this 29th day of November, 2007, before me appeared Ross Sullivan, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

  
NOTARY PUBLIC

My Commission Expires:

**CLEMENTINA CAPASSO**  
NOTARY PUBLIC, STATE OF NEW YORK  
No. 01CA6120806  
QUALIFIED IN NEW YORK COUNTY  
MY COMMISSION EXPIRES DEC. 27, 2008

**CERTIFICATION**

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 11/30/07



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Robert W. Alvord